

Real Estate Investment Builders • Developers

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December 21, 1999

Mr Donald Holmstrom
Vice-president Corporate Development
Family Golf Centers Inc.
#200
504 Columbia Street West
New Westminster, British Columbia V3M 1A8
CANADA

Re: Ground lease dated March 1, 1995 (the "Ground Lease"), by and between Trinity Mills-Midway Partners, Ltd., a Texas limited partnership, as Landlord, and Dallas Highlander, Ltd., a Texas limited partnership now known as Highlander-Bear, Ltd., as Tenant, as amended by that certain First Amendment to Ground Lease and Assignment of Tenant's Interest in Ground Lease and landlord Estoppel dated September 13, 1996 (the "First Amendment"), by and among Landlord, Tenant as Assignor, and Golden Bear Golf Centers, Inc., a Florida corporation, as Assignee

Dear Don:

Responding to your letter dated December 13, 1999 we have discussed the matter again and must respectfully decline your offer.

Should you have any questions regarding the foregoing, please don't hesitate to contact the undersigned.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'Fritz L. Duda, Sr.', is written over a horizontal line.

Fritz L. Duda, Sr.

FLD/sgw

cc: Steve Tabor
Fritz Duda, Jr.